

BASS

BERRY • SIMS_{LLC}

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RECORDATION NO. 29555-11 FILED

MAR 19 '13 -11 47 AM

~~SAFETY TRANSPORTATION BOARD~~

March 18, 2013

VIA FED EX 103939-500

Chief
Section of Administration
Officer of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, DC 20024

Dear Section Chief:

Please find enclosed for recording pursuant to the provisions of 49 U.S.C. Section 11301(a) two (2) copies of a Partial Release of Security Interest, dated as of March 4, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement previously filed with the Board under Recordation Number 29555.

The name and address of the party to the enclosed document are:

Secured Party: Bank of America, N.A.
550 Main Avenue
Knoxville, TN 37902

A description of the railroad equipment covered by the enclosed document is:

4 locomotives KLWX 171, KLXW 2001, KLWX 2003 and LRS 129.

A short summary of the document to appear in the index is:


Partial Release of Security Interest

March 18, 2013
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Also enclosed is a check in the amount of \$42.00 payable to the order of The Surface Transportation Board covering the required recordation fee

Kindly return stamped copies of the enclosed document to the undersigned

Regards,



Amanda Elliott Stanley

Enclosures

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PARTIAL RELEASE OF SECURITY INTEREST

SURFACE TRANSPORTATION BOARD

This Partial Release of Security Interest, dated as of March 4, 2013, is made by Bank of America, N. A., as Secured Party (the "Bank").

WHEREAS, Bank is the Secured Party described in that certain Security Agreement dated as of November 30, 2010 between Bank, as Secured Party, and Gulf & Ohio Railways, Inc., Conecuh Valley Railroad Co., Inc., Knoxville & Holston River Railroad Co., Inc., Knoxville Locomotive Works, Inc., KLWX, Inc., Laurinburg & Southern Railroad Co., Inc., Piedmont & Atlantic Railroad Co., d/b/a Yadkin Valley Railroad, Rocky Mount & Western Railroad Co., Inc. d/b/a Nash County Railroad, Tennessee Railcar Service, Inc., Three Notch Railroad Co., Inc., Three Rivers Rambler, Inc., Towerfall, Inc., Wiregrass Central Railroad Company, Inc., Lancaster & Chester Railroad, LLC, and Lancaster Leasing & Maintenance Co., Inc., as the Pledgors," which was recorded at the Surface Transportation Board on December 1, 2010 at 1.10 pm under Recordation No. 29555 for all equipment now owned or hereafter acquired, including the Equipment identified in the Exhibit attached hereto (the "Equipment"), and

WHEREAS, as of the date hereof, all amounts due under the Security Agreement with respect to the Equipment have been paid in full.

NOW THEREFORE, For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Bank has released and discharged, and by these presents hereby terminates said Security Agreement with respect to the Equipment, and releases and discharges the Equipment from all liens held by Bank created or described in said agreement and any renewals or extensions thereof.

BANK OF AMERICA, N. A.

By: [Signature]

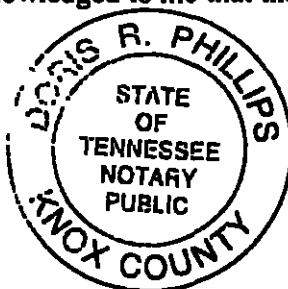
Title Senior Vice President

STATE OF TENNESSEE)

) ss.

County of Knox)

On this 4th day of MARCH 2013, before me, DOUG R PHILLIPS, the undersigned Notary Public, personally appeared JOHN M HALL personally known to me to be the person who executed the within instrument as SR. VICE PRESIDENT on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.



[Signature]
 Notary Public for STATE OF TN / KNOX Cty
 My Commission expires 10-4-2014

EXHIBIT

EQUIPMENT RELEASED FROM THE SECURITY AGREEMENT

	<u>Description</u>	<u>Reporting Mark</u>	<u>Reporting Number</u>
1	SW1001	KLWX	171
2	SW1001	KLWX	2001
3	SW1200	KLWX	2003
4	NW2	LRS	129

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